

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

**UNITED STATES SECURITIES
AND EXCHANGE COMMISSION,**

Plaintiff,

v.

**MARK A. MILLER, SAEID
JABERIAN, and CHRISTOPHER J.
RAJKARAN,**

Defendants.

Case No. 21-CV-01445 (DSD/ECW)

**JOINT MOTION FOR ENTRY OF JUDGMENT, BY CONSENT, FOR
PERMANENT INJUNCTIONS AND OTHER RELIEF**

Plaintiff United States Securities and Exchange Commission (“SEC”) and Defendant Mark A. Miller hereby jointly move the Court, on an agreed basis, to enter the proposed Judgment as to Defendant Miller (“Proposed Judgment”). A copy of the Proposed Judgment is appended to the Consent of Defendant Miller (attached as Exhibit 1 to the Declaration of Alyssa A. Qualls, filed herewith) and is additionally being submitted to the Court pursuant to Local Rule 7.1(c)(1)(B). In support of their agreed motion, the SEC and Defendant Miller state as follows:

1. The SEC filed its Amended Complaint on November 1, 2021. The Amended Complaint alleges that Defendant Miller engaged in a fraudulent scheme to target seven inactive penny-stock companies, by hijacking five of the companies and causing them to issue false and misleading statements, and by falsely promoting the

companies with the intention of profiting from a “pump and dump” of the stock.

2. The SEC and Defendant Miller have agreed, in a partial settlement of the claims against Defendant Miller, to the entry of the Proposed Judgment. The terms of that partial settlement are reflected in the Consent of Defendant Miller (Qualls Decl., Ex .1) .

3. The Proposed Judgment eliminates the need to litigate the merits of Defendant Miller’s liability and permanently enjoins Defendant Miller from violations of the federal securities laws at issue against him in the Amended Complaint. The injunctions would prohibit future violations of Section 10(b) of the Securities Exchange Act of 1934 (the “Exchange Act”), 15 U.S.C. § 78j(b), and Rule 10b-5 promulgated thereunder, 17 C.F.R. § 240.10b-5, and Section 17(a) of the Securities Act of 1933 (the “Securities Act”), 15 U.S.C. § 77q(a). In addition, the Proposed Judgment prohibits Defendant Miller, pursuant to Section 21(d)(2) of the Exchange Act, 15 U.S.C. § 78u(d)(2), and Section 20(e) of the Securities Act, 15 U.S.C. § 77t(e), from acting as a public company officer or director, and bars Defendant Miller from participating in any officering of penny stock.

4. The Proposed Judgment further provides that the remaining relief sought by the SEC against Defendant Miller – disgorgement ill-gotten gains and prejudgment interest thereon pursuant to Section 20(d) of the Securities Act, 15 U.S.C. § 77t(d), and Section 21(d)(3) of the Exchange Act , 15 U.S.C. § 78u(d)(3) – shall be determined by the Court upon motion of the SEC at a later date. For the purpose of that determination, the parties agree that the Court would accept the allegations in the Amended Complaint as true. The SEC and defense counsel commonly refer to this type of partial settlement,

which are regularly entered in SEC enforcement actions, as a “bifurcated settlement.”
See, e.g., SEC v. Gilbertson, Case No. 16-cv-3779-DWF-HB, Docket No. 33 (D. Minn. Mar. 9, 2017); *SEC v. Providence Fin. Investments, Inc.*, Case No. 16-cv-1877-SRN-FLN, Docket No. 90 (D. Minn. Oct. 4, 2016); *SEC v. Le*, Case No. 15-cv-4366-WMW-BRT, Docket No. 26 (D. Minn. Mar. 11, 2016); *SEC v. Fry*, Case No. 11-cv-03303-RHK-JJK, Docket No. 8 (D. Minn. Nov. 17, 2011); *SEC v. Universal Express, Inc.*, 646 F. Supp. 2d 552 (S.D.N.Y. 2009), *aff’d* 438 Fed. Appx. 23 (2d Cir. 2011).

5. The Consent, Proposed Judgment, and this motion have been reviewed and approved by Defendant Miller and his counsel.

6. The parties will confer and file a proposed schedule for briefing remedies.

WHEREFORE, for the reasons cited above, the SEC and Defendant Miller respectfully request that the Court grant this motion and enter the Proposed Judgment.

Dated: September 27, 2024

/s/ Alyssa A. Qualls

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that on September 27, 2024, I served the foregoing Joint Motion for Entry of Judgment, by Consent, for Permanent Injunctions and Other Relief:

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